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(successor by merger to WACHOVIA BANK, N.A.) and
METROPOLITAN WEST SECURITIES LLC

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION

STATE COMPENSATION INSURANCE
FUND,

Plaintiff,

vs.

METROPOLITAN WEST SECURITIES
LLC; WACHOVIA BANK, N.A.; DOES 1
through 10, inclusive; and DOES 11
through 20, inclusive,

Defendants.

CASE NO. CV 09-02959 JSW (EDL)

**STIPULATION AND ~~PROPOSED~~
ORDER AMENDING CONFIDENTIALITY
PROTECTIVE ORDER**

1 WHEREAS the parties submitted a Stipulated Confidentiality Protective Order on
2 October 2, 2009 (Dkt. 25);

3 WHEREAS the Court signed and entered the Stipulated Confidentiality Protective Order
4 on October 6, 2009 (Dkt. 26) (the “Confidentiality Order”);

5 WHEREAS paragraph 7.2(d) of the Confidentiality Order expressly provides that a
6 Receiving Party may disclose Confidential Information to certain Experts, as these terms are
7 defined in the Confidentiality Order;

8 WHEREAS paragraph 7.3 of the Confidentiality Order does not expressly provide that a
9 Receiving Party may disclose Highly Confidential – Attorneys’ Eyes Only Information to its
10 Experts;

11 WHEREAS the omission of Experts in the parties’ stipulated submission from the list of
12 persons to whom Highly Confidential – Attorneys’ Eyes Only Information may be disclosed was
13 inadvertent, and the parties desire that such Highly Confidential – Attorneys’ Eyes Only
14 Information may be disclosed to Experts on the same terms that Confidential Information may be
15 disclosed to Experts;

16 NOW THEREFORE, IT IS HEREBY STIPULATED BY AND AMONG THE PARTIES
17 HERETO AND THEIR COUNSEL OF RECORD, SUBJECT TO THE COURT’S APPROVAL,
18 AS FOLLOWS:

19 Paragraph 7.3 of the Confidentiality Order is amended by striking the current paragraph
20 7.3, and replacing it with a new paragraph 7.3 as follows (with new text in bold):

21
22 7.3 Disclosure of “HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES
23 ONLY” Information or Items. Unless otherwise ordered by the Court or permitted in
24 writing by the Designating Party, a Receiving Party may disclose any information or item
25 designated “HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY” only to:

26 (a) the Receiving Party’s Outside Counsel of record in this action,
27 as well as employees of said Counsel;
28

(b) House Counsel with principal responsibility for overseeing this action;

(c) Experts (as defined in this Order) of the Receiving Party to whom disclosure is reasonably necessary for this litigation and who have signed the “Agreement to Be Bound by Protective Order” (Exhibit A);

(d) the Court and its personnel;

(e) court reporters, their staffs, and Professional Vendors to whom disclosure is reasonably necessary for this litigation and who have signed the “Agreement to Be Bound by Protective Order” (Exhibit A);

(f) during or in preparation for their deposition or other testimony, witnesses in the action to whom disclosure is reasonably necessary. Such witnesses shall not be permitted to retain copies unless they have signed the “Agreement to Be Bound by Protective Order” (Exhibit A). Pages of transcribed deposition testimony or exhibits to depositions that reveal Protected Material must be separately bound by the court reporter and may not be disclosed to anyone except as permitted under this Stipulated Protective Order.; and

(g) the author of the document or the original source of the information.

The Confidentiality Order shall otherwise remain in effect.

IT IS SO STIPULATED, THROUGH COUNSEL OF RECORD.

Date: March 2, 2011

MUNGER, TOLLES & OLSON LLP

By: /s/ Eric P. Tuttle

Eric P. Tuttle

Attorneys for Defendants WELLS FARGO BANK, N.A. (successor by merger to WACHOVIA BANK, N.A.) and METROPOLITAN WEST SECURITIES LLC

1 Date: March 2, 2011

BARGER & WOLEN LLP

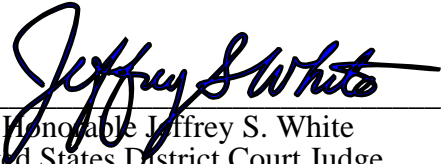
2
3 By: /s/ Travis R. Wall

Travis R. Wall

4 Attorneys for Plaintiff STATE
5 COMPENSATION INSURANCE FUND

6
7 PURSUANT TO STIPULATION, IT IS SO ORDERED.

8
9 DATED: March 2, 2011


10 The Honorable Jeffrey S. White
11 United States District Court Judge